

EXHIBIT J

From: Greebel, Evan L. [evan.greebel@kattenlaw.com]
Sent: Tuesday, August 20, 2013 2:01 PM
To: Martin Shkreli
Subject: RE: Form Note and Indemnification Agreement

If the issue is tied to the merger, Marcum will require a restatement under applicable accounting rules. My understanding is that there was never a link expressed and since they all had invested through msmb this is the appropriate result.

EVAN L. GREEBEL
Partner
Katten Muchin Rosenman LLP
575 Madison Avenue
New York, NY 10022-2585
(212) 940-6383
(212) 894-5883 (f)

From: Martin Shkreli [mailto:Martin@retrophin.com]
Sent: Tuesday, August 20, 2013 9:32 AM
To: Marc Panoff
Cc: Greebel, Evan L.
Subject: Re: Form Note and Indemnification Agreement

Retrophin is a claimant. Investors are not happy at how dilutive the dgte merger was, so I would rethink indemnity

Sent from my iPad

On Aug 19, 2013, at 10:29 AM, "Marc Panoff" <Marc@retrophin.com> wrote:

Martin,

Attached are drafts of the indemnification agreement for all settlement agreements entered into, as well as a note for the amounts and shares already paid.

Let me know if you have any questions.

Marc

Marc Panoff
Chief Financial Officer
Retrophin, Inc.
777 Third Ave., 22nd Floor
New York, NY 10017
www.retrophin.com

Office: (917) 261-3684
Fax: (646) 861-6485
Cell: (914) 715-0029
marc@retrophin.com

From: Greebel, Evan L. [mailto:evan.greebel@kattenlaw.com]

Sent: Monday, August 19, 2013 1:14 PM

To: Marc Panoff

Subject: Form Note and Indemnification Agreement

Attached are drafts of the form of Note and Indemnification Agreement

EVAN L. GREEBEL

Partner

Katten Muchin Rosenman LLP

575 Madison Avenue

New York, NY 10022-2585

(212) 940-6383

(212) 894-5883 (f)

=====
CIRCULAR 230 DISCLOSURE: Pursuant to Regulations Governing Practice Before the Internal Revenue Service, any tax advice contained herein is not intended or written to be used and cannot be used by a taxpayer for the purpose of avoiding tax penalties that may be imposed on the taxpayer.
=====

CONFIDENTIALITY NOTICE:

This electronic mail message and any attached files contain information intended for the exclusive use of the individual or entity to whom it is addressed and may contain information that is proprietary, privileged, confidential and/or exempt from disclosure under applicable law. If you are not the intended recipient, you are hereby notified that any viewing, copying, disclosure or distribution of this information may be subject to legal restriction or sanction. Please notify the sender, by electronic mail or telephone, of any unintended recipients and delete the original message without making any copies.
=====

NOTIFICATION: Katten Muchin Rosenman LLP is an Illinois limited liability partnership that has elected to be governed by the Illinois Uniform Partnership Act (1997).
=====

<Form Note.DOC>

<MSMB_Retrophin Indemnification Letter Agreement (2).DOC>